

# SWIDLER BERLIN SHEREFF FRIEDMAN, LLP

THE WASHINGTON HARBOUR  
3000 K STREET, NW, SUITE 300  
WASHINGTON, DC 20007-5116

TELEPHONE (202) 424-7500

FAX (202) 424-7645

WWW.SWIDLAW.COM

Grace R. Chiu  
Direct Dial: (202) 424-7783  
Fax: (202) 424-7645  
E-mail: GRChiu@swidlaw.com

NEW YORK OFFICE  
THE CHRYSLER BUILDING  
405 LEXINGTON AVENUE  
NEW YORK, NY 10174  
(212) 973-0111 FAX (212) 891-9598

July 7, 2003

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FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

**VIA COURIER**

Ms. Marlene H. Dortch, Secretary  
Federal Communications Commission  
Office of the Secretary  
c/o Vistronix, Inc.  
236 Massachusetts Avenue, NE  
Suite 110  
Washington, DC 20002

Re: **WCB Docket No. 03-150 -- Amendment to Domestic Section 214 Asset Transfer Application**, *Joint Application of 360networks (USA) inc. and Touch America, Inc. (Debtor-in-Possession) for Domestic Section 214 Authority to Transfer Certain Assets, Including Relevant Customer Base, of an Authorized Domestic Carrier*

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Dear Ms. Dortch:

On behalf of 360networks (USA) inc. ("360networks") and Touch America, Inc. (Debtor-in-Possession) ("Touch America"), enclosed please find an original and six (6) copies of the 360networks's amendment to the above-referenced joint application.

Kindly date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Please direct any questions regarding this filing to the undersigned.

Respectfully submitted,



Grace R. Chiu

Counsel for 360networks (USA) inc.

No. of Copies rec'd  
List ABOVE

075

Ms. Marlene H. Dortch, Secretary

July 7, 2003

Page 2

Enclosure

cc via e-mail:

Tracy Wilson (WCB)

Mike Zimmerman (Touch America)

Jonathan S. Marashlian (Helein Law Group)

Lin Gentemann (360networks)

Ron Gustafson (360networks)

Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554

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FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

In the Matter of the Joint Application of )

360NETWORKS (USA) INC. )

and )

TOUCH AMERICA, INC. (Debtor-in-Possession) )

For Authority Pursuant to Section 214 of the )  
Communications Act of 1934, as Amended, to Transfer )  
Certain Assets, Including Relevant Customer Base, of )  
An Authorized Domestic Carrier )

WB Docket No. 03-150

**AMENDMENT TO JOINT APPLICATION**

360networks (USA) inc. ("360networks"), through its undersigned counsel and pursuant to Section 214 of the Communications Act of 1934, as amended,<sup>1</sup> hereby files this amendment to advise the Commission of the following changes in the address and telephone number information that was provided in the above-captioned joint application filed with the Commission on June 26, 2003 ("Application"):

1. Subparagraph (a) of Section IV of the Application is amended to state that the address and telephone number for 360networks (USA) inc. is:

867 Coal Creek Circle, Suite 160  
Louisville, Colorado 80027  
Tel: (303) 854-5000

2. Subparagraph (d) of Section IV of the Application is amended to state that the address for 360networks holdings (USA) inc. is:

<sup>1</sup> 47 U.S.C. § 214.

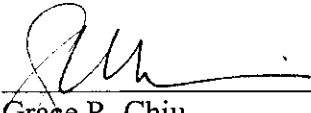
867 Coal Creek Circle, Suite 160  
Louisville, Colorado 80027

3. Except as amended by the statements made herein, all other information in the Application remains true and correct.

Respectfully submitted,

Jonathan S. Marashlian  
THE HELEIN LAW GROUP, P.C.  
8180 Greensboro Drive, Suite 700  
McLean, Virginia 22102  
(703) 714-1313 (Tel)  
(703) 714-1330 (Fax)

Counsel to Touch America, Inc.  
(Debtor-in-Possession)

By:   
Grace R. Chiu  
SWIDLER BERLIN SHEREFF FRIEDMAN, LLP  
3000 K Street, N.W., Suite 300  
Washington, D.C. 20007-5116  
(202) 424-7697 (Tel)  
(202) 424-7647 (Fax)

Counsel to **360networks (USA) inc.**

Dated: July 7, 2003